

**THE REPUBLIC OF THE UNION OF MYANMAR****Myanmar Investment Commission****ENDORSEMENT**Endorsement No. 140/2019Dated 6 February 2019

This endorsement is issued by the Myanmar Investment Commission according to the section 25 (d) of the Myanmar Investment Law-

- (1) Name of Investor MR. LAU KIM FUNG
- (2) Citizenship CHINESE
- (3) Residence Address ROOM 803, UNIT # 1, BLOCK # 1,
JADE CITY, PHASE 5, HUA RUN ROAD, JINJANG DISTRICT,
CHENGDU, SICHUAN PROVINCE, CHINA
- (4) Name and Address of Principle Organization CHANGE U
EDUCATION ASIA PACIFIC HOLDING LIMITED, NO. 161, WAI
YIP STREET, UNIT 1802, 18/F TAMSON PLAZA, KWUN TONG,
KOWLOON, HONG KONG
- (5) Place of Incorporation HONG KONG
- (6) Type of business PROVIDING PRIVATE EDUCATION
SERVICES INCLUDING HIGHER EDUCATION
- (7) Place(s) of investment Project 3rd AND 4th FLOOR, BUILDING
NO.4, JUNCTION SQUARE, PYAY ROAD, KAMAYUT TOWNSHIP,
YANGON REGION
- (8) Amount of Foreign Capital US\$ 1.00 MILLION
- (9) Period for Foreign Capital to be brought in WITHIN FIVE YEARS
FROM THE DATE OF ISSUANCE OF ENDORSEMENT
- (10) Total Amount of Capital (Kyat) EQUIVALENT IN KYAT OF
US\$ 1.00 MILLION
- (11) Construction/ Preparation Period 1 YEAR
- (12) Validity of Endorsement 10 YEARS
- (13) Form of Investment WHOLLY FOREIGN OWNED
- (14) Name of Company Incorporated in Myanmar CHANGE U
MYANMAR INTERNATIONAL COLLEGE COMPANY LIMITED

(Thaung Tun)
Chairman





ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်
အတည်ပြုမိန့်

အတည်ပြုမိန့်အမှတ် ၁၄၀/၂၀၁၉

၂၀၁၉ ခုနှစ်၊ ဖေဖော်ဝါရီ လ ၆ ရက်

မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်သည် မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှုဥပဒေပုဒ်မ-၂၅(ဃ) အရ ဤအတည်ပြုမိန့်ကို ထုတ်ပေးလိုက်သည် -

- (၁) ရင်းနှီးမြှုပ်နှံသူအမည် MR. LAU KIM FUNG
- (၂) နိုင်ငံသား CHINESE
- (၃) နေရပ်လိပ်စာ ROOM 803, UNIT # 1, BLOCK # 1, JADE CITY, PHASE 5, HUA RUN ROAD, JINJANG DISTRICT, CHENGDU, SICHUAN PROVINCE, CHINA
- (၄) ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ CHANGE U EDUCATION ASIA PACIFIC HOLDING LIMITED, NO. 161, WAI YIP STREET, UNIT 1802, 18/F TAMSON PLAZA, KWUN TONG, KOWLOON, HONG KONG
- (၅) ဖွဲ့စည်းရာအရပ် HONG KONG
- (၆) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား PROVIDING PRIVATE EDUCATION SERVICES INCLUDING HIGHER EDUCATION
- (၇) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) ၃လွှာ နှင့် ၄လွှာ၊ တိုက်အမှတ်-၄၊ Junction Square၊ ပြည်လမ်း၊ ကမာရွတ်မြို့နယ်၊ ရန်ကုန်တိုင်းဒေသကြီး
- (၈) နိုင်ငံခြားမတည်ငွေရင်းပမာဏ အမေရိကန်ဒေါ်လာ ၁.၀၀ သန်း
- (၉) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ အတည်ပြုမိန့်ရရှိသည့်နေ့မှ ၅ နှစ်အတွင်း
- (၁၀) စုစုပေါင်းမတည်ငွေရင်းပမာဏ(ကျပ်) အမေရိကန်ဒေါ်လာ ၁.၀၀ သန်းနှင့် ညီမျှသော မြန်မာကျပ်ငွေ
- (၁၁) တည်ဆောက်မှု/ပြင်ဆင်မှုကာလ ၁ နှစ်
- (၁၂) အတည်ပြုမိန့်သက်တမ်း ၁၀ နှစ်
- (၁၃) ရင်းနှီးမြှုပ်နှံမှုပုံစံ ရာခိုင်နှုန်းပြည့်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု
- (၁၄) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် CHANGE U MYANMAR INTERNATIONAL COLLEGE COMPANY LIMITED

(သောင်းထွန်း)

ဥက္ကဋ္ဌ



THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION

No.(1), Thitsar Road, Yankin Township, Yangon

Tel. 95-1-658130

Fax 95-1-658142

Our ref: MIC-5(O)/ E-002/2019(166-A)

Dated : 6 February 2019

Subject: Decision of the Myanmar Investment Commission on the Endorsement for providing private education services including higher education under the name of Change U Myanmar International College Company Limited

Reference: Change U Myanmar International Company Limited Letter dated 14-12-2018

1. The Myanmar Investment Commission, at its meeting (2 /2019) held on 4th February 2019, approved the Endorsement for investment in providing private education services including higher education under the name of Change U Myanmar International Company Limited submitted by Change U Education Asia Pacific Holding Limited (100%) from Hong Kong as a wholly foreign owned investment in accordance with the Myanmar Investment Law and Rules.

2. The terms and conditions of the Endorsement are stated in the following paragraphs:

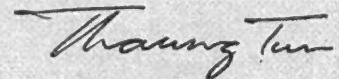
- (a) The term of Endorsement project shall be ten (10) years commencing from the date of the issuance of the Endorsement by the Myanmar Investment Commission.
- (b) The term of the Lease Agreement shall be five (5) years commencing from the date of signing of the Lease Agreement between Daw Khin Myo That (Lessor) and Change U Myanmar International College Co., Ltd. (Lessee) and extendable for two times for 5 (five) years subject to the approval of Myanmar Investment Commission.

an annual report in the prescribed form to the Commission within (3) months of the end of the financial year in accordance with rule 196 of Myanmar Investment Rules and shall disclose a summary of the report on its website or the Commission's website.

- (k) Change U Myanmar International College Company Limited must, during the operation period under the permit of the Commission, submit its operating report quarterly in the prescribed form in accordance with rule 197 of Myanmar Investment Rules.

3. Change U Myanmar International College Company Limited shall carry out in accordance with the stipulations of the relevant Union Ministries, governmental departments and governmental organizations to obtain license, permit or registration as per section 65 (d) of the Myanmar Investment Law.

4. Change U Myanmar International College Company Limited shall submit (5) copies of all approvals, licences, permits and similar authorizations relevant to the initial implementation of the investment and the Lease Agreement of building to the Commission.



(Thaung Tun)
Chairman

Change U Myanmar International College Company Limited

- cc:
1. Ministry of Home Affairs
 2. Ministry of Office of the Union Government
 3. Ministry of Natural Resources and Environmental Conservation
 4. Ministry of Labour, Immigration and Population
 5. Ministry of Commerce
 6. Ministry of Education
 7. Ministry of Planning and Finance
 8. Ministry of Investment and Foreign Economic Relations
 9. Central Bank of Myanmar
 10. Yangon Region Investment Committee
 11. Office of the Yangon Region Government
 12. Director General, Department of Environmental Conservation

- (c) The monthly rent shall be US\$ 4,250 calculated at the rate of US\$ 1.27 per square feet per month measuring 3,332 square feet.
- (d) Change U Myanmar International College Company Limited may submit the application form for the right to use land under Chapter XII and exemptions and reliefs under sections 75, 77 and 78 of the Chapter XVIII of Myanmar Investment Law.
- (e) Change U Myanmar International College Company Limited shall use its best efforts to achieve a timely realization of the work stated in the Endorsement application.
- (f) Change U Myanmar International College Company Limited shall obey and respect the responsibilities of investors under section 65 of Myanmar Investment Law and Chapter XX of Myanmar Investment Rules.
- (g) Change U Myanmar International College Company Limited shall carry out of prevention, mitigation and monitoring of significant environmental impacts according to the type of investment activities in accordance with the relevant laws, rules, regulations and procedures.
- (h) Change U Myanmar International College Company Limited shall have to abide by the Fire Services Department's rules, regulations, directives and instructions. Moreover, fire prevention measures shall have to be undertaken such as water storage tank, fire hooks, sand bags, fire extinguishers and provide training to use the fire fighting equipment and also to appoint fire safety officer.
- (i) Change U Myanmar International College Company Limited shall submit to the Commission any sublease, mortgage, transfer of shares or transfer of the business to any person during the investment period in accordance with section 72 of Myanmar Investment Law and rule 191 of Myanmar Investment Rules.
- (j) Change U Myanmar International College Company Limited which has benefitted from the Permit or exemptions and reliefs shall submit

13. Director General, Directorate of Labour
14. Director General, Department of Trade
15. Director General, Department of Higher National Education
16. Director General, National Archives Department
17. Director General, Customs Department
18. Director General, Internal Revenue Department
19. Director General, Directorate of Investment and Company Administration
20. Yangon Region Office, Directorate of Investment and Company Administration